GAETANO KAZUO MAIDA

28 July 1994

Jerry George
14 Santinel Court
San Rafael, CA 94901

Dear Jerry,

From what I can gather, under the current circumstances the process of a financial review will take some time to be accomplished. The uncertainty of this continuing condition, as you know, is not conducive to protecting the best interests of the organization, and for a variety of reasons, I may perhaps be in a position to help resolve matters more quickly. I will need your cooperation.

Since the current situation emerged upon your departure, it would be helpful to me if you could outline in a personal note your specific reasons for leaving. In reciting your reasons, please feel free to elaborate on such issues and particulars you feel I need to know in order to have a legitimate and solid basis for discussion at the board level (even prior to a full financial review). I will keep such a writing in confidence until either you approve its release or until the time when a full airing of the issues develops. (You may wish to copy the other member of the board or I could pass it along at your direction.) I have reason to conclude that the more circuitous approach taken to date will not achieve the required clarity and resolution in a timely manner.

I think this may be the only way to effectively move things along right now. I hope you agree and can help me in this effort.

Best regards,

Taro